

**United States Bankruptcy Court  
Middle District of North Carolina**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>nCoat, Inc.</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>98-0375406</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>7237 Pace Drive Whitsett, NC</b>  <div style="text-align: right;">ZIP Code <b>27377</b></div>	Street Address of Joint Debtor (No. and Street, City, and State):   <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Guilford</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):   <div style="text-align: right;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address):   <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
--	--	---

<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	--

<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.  <b>Estimated Number of Creditors</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> 1-49</div> <div><input checked="" type="checkbox"/> 50-99</div> <div><input type="checkbox"/> 100-199</div> <div><input type="checkbox"/> 200-999</div> <div><input type="checkbox"/> 1,000-5,000</div> <div><input type="checkbox"/> 5,001-10,000</div> <div><input type="checkbox"/> 10,001-25,000</div> <div><input type="checkbox"/> 25,001-50,000</div> <div><input type="checkbox"/> 50,001-100,000</div> <div><input type="checkbox"/> OVER 100,000</div> </div> <b>Estimated Assets</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div> <b>Estimated Liabilities</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input checked="" type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>	THIS SPACE IS FOR COURT USE ONLY
--	----------------------------------

**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):

**nCoat, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor:

**See Attachment**

Case Number:

Date Filed:

District:

Relationship:

Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☒ Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X**

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition***(This page must be completed and filed in every case)*Name of Debtor(s):  
**nCoat, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X /s/ John A. Northen, NCSB** \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**John A. Northen, NCSB 6789** \_\_\_\_\_  
Printed Name of Attorney for Debtor(s)

**Northen Blue, L.L.P.** \_\_\_\_\_  
Firm Name

**1414 Raleigh Road, Suite 435**  
**P.O. Box 2208**  
**Chapel Hill, NC 27515-2208**

\_\_\_\_\_  
Address

**(919) 968-4441** \_\_\_\_\_  
Telephone Number

**August 16, 2010** \_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X /s/ Paul Clayson** \_\_\_\_\_  
Signature of Authorized Individual

**Paul Clayson** \_\_\_\_\_  
Printed Name of Authorized Individual

**CEO** \_\_\_\_\_  
Title of Authorized Individual

**August 16, 2010** \_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

In re nCoat, Inc. Case No. \_\_\_\_\_  
Debtor

**FORM 1. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Filed Attachment**

Name of Debtor / District

Case No. / Relationship

Date Filed / Judge

**High Performance Coatings, Inc.**  
**Middle District, North Carolina**

**subsidiary**

**MCC, Inc., dba Jet Hot**  
**Middle District, North Carolina**

**subsidiary**

**nTech, Inc.**  
**Middle District, North Carolina**

**subsidiary**

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**Exhibit "A" to Voluntary Petition**

1. If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 0001157443.
2. The following financial data is the latest available information and refers to debtor's condition on August 1, 2010.

a. Total assets	\$ <u>1,390,750.00</u>	
b. Total debts (including debts listed in 2.c., below)	\$ <u>914,014,350.00</u>	
c. Debt securities held by more than 500 holders.		Approximate number of holders
secured / /    unsecured / /    subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / /    unsecured / /    subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / /    unsecured / /    subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / /    unsecured / /    subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / /    unsecured / /    subordinated / /	\$ <u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock	<u>0</u>	<u>0</u>
e. Number of shares of common stock	<u>133,828,605</u>	<u>103</u>

Comments, if any:

3. Brief description of debtor's business:  
**Nanotechnology research, licensing, and commercialization, distribution and application of surface coatings**
4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:  
**Mark H. Willes Family Trust**  
**Paul S. Clayson**  
**Terry R. Holmes**

**United States Bankruptcy Court**  
**Middle District of North Carolina**

In re nCoat, Inc.

Debtor(s)

Case No.

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Bridge Point Master Fund, Ltd. 1120 Sanctuary Parkway Suite 325 Alpharetta, GA 30009	Bridge Point Master Fund, Ltd. 1120 Sanctuary Parkway Suite 325 Alpharetta, GA 30009	Series A Debenture, original amount \$1,500,000		116,272,300.00
Capital Venture International 101 California St Suite 3250 San Francisco, CA 94111	Capital Venture International 101 California St Suite 3250 San Francisco, CA 94111	Series A Debenture, original amount \$1,500,000		122,177,548.00
E. Roger Williams 114 Ferris Hill Rd New Canaan, CT 06840	E. Roger Williams 114 Ferris Hill Rd New Canaan, CT 06840	Series A Debenture, original amount \$100,000		8,145,170.00
Edward A Bugniazet III 25 Hilltop Pl Rye, NY 10580	Edward A Bugniazet III 25 Hilltop Pl Rye, NY 10580	Series A Debenture, original amount \$100,000		8,145,170.00
EGATNIV, LLC 150 West 46th St New York, NY 10036	EGATNIV, LLC 150 West 46th St New York, NY 10036	Series A Debenture, original amount \$150,000		12,217,755.00
Enable Growth Partners LP One Ferry Building Suite 255 San Francisco, CA 94111	Enable Growth Partners LP One Ferry Building Suite 255 San Francisco, CA 94111	Series A Debenture, original amount \$4,250,000		346,169,721.00
Enable Opportunity Partners LP One Ferry Building Suite 255 San Francisco, CA 94111	Enable Opportunity Partners LP One Ferry Building Suite 255 San Francisco, CA 94111	Series A Debenture, original amount \$600,000		48,871,019.00
GGR II - Gregory Voetsch 545 Washington Blvd Jersey City, NJ 70310	GGR II - Gregory Voetsch 545 Washington Blvd Jersey City, NJ 70310	Series B Debenture, original amount \$250,000		20,362,925.00
GGR II - Thomas Joyce 545 Washington Blvd Jersey City, NJ 70310	GGR II - Thomas Joyce 545 Washington Blvd Jersey City, NJ 70310	Series B Debenture, original amount \$250,000		20,362,925.00
Jamees McCormick C/O FMCG 90 Park Ave 18th Floor New York, NY 10016	Jamees McCormick C/O FMCG 90 Park Ave 18th Floor New York, NY 10016	Series B Debenture, original amount \$250,000		20,362,925.00
Jason Baer 35 Golf View Dr Easton, CT 06612	Jason Baer 35 Golf View Dr Easton, CT 06612	Series A Debenture, original amount \$50,000		4,072,585.00

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Jeffrey Kahn 43 Antler Lane Wilton, CT 06897	Jeffrey Kahn 43 Antler Lane Wilton, CT 06897	Series A Debenture, original amount \$50,000		4,072,585.00
Knight Capital Group 545 Washington Blvd Jersey City, NJ 70310	Knight Capital Group 545 Washington Blvd Jersey City, NJ 70310	Series B Debenture, original amount \$1,000,000		81,451,699.00
M Scott Moss 4 New Canaan Ave Norwalk, CT 06851	M Scott Moss 4 New Canaan Ave Norwalk, CT 06851	Series A Debenture, original amount \$50,000		4,072,585.00
Mark Reinders 86 Codfish Hill Rd Bethel, CT 06801	Mark Reinders 86 Codfish Hill Rd Bethel, CT 06801	Series A Debenture, original amount \$100,000		8,145,170.00
Pierce Diversified Strategy/Master Fund One Ferry Building Suite 255 San Francisco, CA 94111	Pierce Diversified Strategy/Master Fund One Ferry Building Suite 255 San Francisco, CA 94111	Series A Debenture, original amount \$150,000		12,217,755.00
Rahn & Bodmer TALSTRASSE 15 POSTFACH CH 8022 ZURICH, SWITZERLAND	Rahn & Bodmer TALSTRASSE 15 POSTFACH CH 8022 ZURICH, SWITZERLAND	Series B Debenture, original amount \$500,000		40,725,849.00
Rogers H / Nancy W Harper 20 Country Club Rd New Canaan, CT 06840	Rogers H / Nancy W Harper 20 Country Club Rd New Canaan, CT 06840	Series A Debenture, original amount \$100,000		8,145,170.00
Scott Lyman 156 Colonial Rd New Canaan, CT 06840	Scott Lyman 156 Colonial Rd New Canaan, CT 06840	Series A Debenture, original amount \$150,000		12,217,755.00
William P Whalen 69 Oriole Way Westbury, NY 11590	William P Whalen 69 Oriole Way Westbury, NY 11590	Series A Debenture, original amount \$100,000		8,145,170.00

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date August 16, 2010Signature /s/ Paul Clayson

Paul Clayson  
CEO

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court**  
**Middle District of North Carolina**

In re **nCoat, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>1,375,746.30</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>142,500.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>3</b>		<b>962,360.52</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>12</b>		<b>912,514,278.71</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>23</b>			
Total Assets			<b>1,375,746.30</b>		
Total Liabilities				<b>913,619,139.23</b>	

**United States Bankruptcy Court**  
**Middle District of North Carolina**

In re nCoat, Inc.,  
 Debtor

Case No. \_\_\_\_\_

Chapter 11

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
--------------------------------------	---	------------------------------------	--	-------------------------

None

Sub-Total >0.00(Total of this page)

Total >0.00

0 continuation sheets attached to the Schedule of Real Property (Report also on Summary of Schedules)

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	<b>X</b>			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Flex spending account, BB&amp;T</b>	-	<b>590.30</b>
		<b>DIP operating account, Wells Fargo</b>	-	<b>0.00</b>
		<b>DIP Flex account, BB&amp;T</b>	-	<b>0.00</b>
		<b>Wells Fargo - 9522</b>	-	<b>0.00</b>
		<b>Wells Fargo - 1666 (PA)</b>	-	<b>0.00</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	<b>X</b>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			

Sub-Total > **590.30**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **nCoat, Inc.**,  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		<b>High Performance Coatings Inc., subsidiary</b>	<b>-</b>	<b>1.00</b>
		<b>MCC, Inc., subsidiary</b>	<b>-</b>	<b>1.00</b>
		<b>nTech, Inc., subsidiary</b>	<b>-</b>	<b>1,357,154.00</b>
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.	<b>X</b>			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			

Sub-Total > **1,357,156.00**  
(Total of this page)

Sheet **1** of **3** continuation sheets attached  
to the Schedule of Personal Property

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.		<b>Office furniture</b>	-	<b>6,000.00</b>
		<b>Computers and equipment</b>	-	<b>12,000.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			

Sub-Total > **18,000.00**  
(Total of this page)

Sheet 2 of 3 continuation sheets attached  
to the Schedule of Personal Property

Case 10-11512 Doc 1 Filed 08/16/10 Page 13 of 62

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

SCHEDULE B - PERSONAL PROPERTY  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >0.00

(Total of this page)

Total >1,375,746.30

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D  W I F E  J O I N T  C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>7/28/10</b>					
<b>Fort Ashford Funds, LLC</b> <b>2532 Dupont Drive</b> <b>Irvine, CA 92612</b>	<b>X</b>		<b>Line of credit, secured lien</b>  <b>blanket lien on all assets, 2 notes,</b> <b>security agreement</b>					
			Value \$ <b>142,500.00</b>				<b>142,500.00</b>	<b>0.00</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							<b>142,500.00</b>	<b>0.00</b>
Total (Report on Summary of Schedules)							<b>142,500.00</b>	<b>0.00</b>

0 continuation sheets attached

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☒ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re nCoat, Inc.  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)**Wages, salaries, and commissions**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.				<b>2007-2010</b>					
<b>Paul Clayson</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>		-		<b>Wages</b>					<b>471,590.90</b>
								<b>483,315.90</b>	<b>11,725.00</b>
Account No.				<b>2007-2010</b>					
<b>Terry Holmes</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>		-		<b>Wages</b>					<b>457,113.67</b>
								<b>468,838.67</b>	<b>11,725.00</b>
Account No.									
Account No.									
Account No.									
Subtotal									<b>928,704.57</b>
(Total of this page)								<b>952,154.57</b>	<b>23,450.00</b>

Sheet 1 of 2 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re **nCoat, Inc.**

Debtor

Case No. \_\_\_\_\_

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

### Taxes and Certain Other Debts Owed to Governmental Units

#### TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
<b>Employment Security Commission 700 Wade Avenue P.O. Box 26504 Raleigh, NC 27611</b>		-					0.00	
							0.00	0.00
Account No.								
<b>Internal Revenue Service Centralized Insolvency Operations P.O. Box 21126 Philadelphia, PA 19114</b>		-					0.00	
							0.00	0.00
Account No.								
<b>NC DEPT OF REVENUE P. O. Box 25000 Raleigh, NC 27640-0700</b>		-	11/30/2009 taxes due				2,016.50	0.00
							2,016.50	2,016.50
Account No.								
<b>U S. Securities Exchange Commission Rm 10700 100 F Street NE Washington, DC 20549</b>		-	notice purposes only				0.00	
							0.00	0.00
Account No.								
<b>UTAH STATE TAX COMMISSION 210 N 1950 W Salt Lake City, UT 84134-0190</b>		-	1/1/2010 taxes due				8,189.45	0.00
							8,189.45	8,189.45

Sheet **2** of **2** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
(Total of this page)

0.00  
10,205.95

Total

(Report on Summary of Schedules)

928,704.57  
33,655.95

962,360.52

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Accountemps</b> <b>12400 Collections Center Drive</b> <b>Chicago, IL 60693</b>		-	<b>3/17/2010</b> <b>service</b>				<b>3,421.00</b>
Account No.  <b>ALLTEL</b> <b>PO BOX 96019</b> <b>Charlotte, NC 28296-0019</b>		-	<b>6/1/2009</b> <b>goods</b>				<b>22,507.21</b>
Account No.  <b>AUDIENCE MARKETING, INC.</b> <b>P. O. Box 679</b> <b>Vancouver, BC Canada V6C 1A1,</b>		-	<b>2/4/2008</b> <b>goods</b>				<b>21,500.00</b>
Account No.  <b>BAKerview INVESTOR RELATIONS,</b> <b>976 PEACE PORTAL DR</b> <b>Blaine, WA 98230</b>		-	<b>1/9/2009</b> <b>goods</b>				<b>109,356.94</b>
Subtotal (Total of this page)							<b>156,785.15</b>

11 continuation sheets attached

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Bart Mackay</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>		<b>2007-2008</b> <b>Wages not earned in last 180 days</b>				<b>2,259.92</b>	
Account No.  <b>Bourland,Heflin,Alvarez,Minor &amp; Matthews, PLC</b> <b>5400 Poplar Ave, Suite 100</b> <b>Memphis, TN 38119-3660</b>		<b>8/1/2009</b> <b>service</b>				<b>3,084.34</b>	
Account No.  <b>Bridge Point Master Fund, Ltd.</b> <b>1120 Sanctuary Parkway</b> <b>Suite 325</b> <b>Alpharetta, GA 30009</b>		<b>5/31/2007</b> <b>Series A Debenture, original amount</b> <b>\$1,500,000</b>				<b>116,272,300.00</b>	
Account No.  <b>BULLIVANT HOUSER BAILEY</b> <b>300 PIONEER TOWER</b> <b>888 SW FIFTH AVENUE</b> <b>Portland, OR 97204-2089</b>		<b>1/1/2008</b> <b>service</b>				<b>4,300.50</b>	
Account No.  <b>Capital Venture International</b> <b>101 California St</b> <b>Suite 3250</b> <b>San Francisco, CA 94111</b>		<b>5/31/2007</b> <b>Series A Debenture, original amount</b> <b>\$1,500,000</b>				<b>122,177,548.00</b>	
Sheet no. <u>1</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)						<b>238,459,492.76</b>	

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>7/15/2008 service</b>				<b>70,764.86</b>
<b>CATALYST FINANCIAL RESOURCES L 3220 SW FIRST AVENUE SUITE 201 Portland, OR 97239</b>	-						
Account No.			<b>6/28/2010 services</b>				<b>2,238.12</b>
<b>Citizens Security Life Ins. Co PO Box 436149 Louisville, KY 40253</b>	-						
Account No.			<b>12/31/2010 service</b>				<b>7,106.42</b>
<b>Continental Stock Transfer &amp; T 17 Battery Place New York, NY 10004</b>	-						
Account No.			<b>nCoat Automotive Group, Delaware franchise service</b>				<b>1,496.46</b>
<b>CT Corporation 1209 Orange St Wilmington, DE 19801</b>	-						
Account No.			<b>1/1/2008 service</b>				<b>2,070.00</b>
<b>DEPOSITORY TRUST COMPANY 55 Water Street 22nd Floor New York City, NY 10041-0099</b>	-						
Sheet no. <b>2</b> of <b>11</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>83,675.86</b>
Subtotal (Total of this page)							<b>83,675.86</b>

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>6/11/2010</b>				
<b>DURHAM JONES &amp; PINEGAR</b> <b>111 EAST BROADWAY</b> <b>SUITE 900</b> <b>Salt Lake City, UT 84110</b>		-	<b>service</b>				<b>526,671.48</b>
Account No.			<b>3/28/2007</b>				
<b>E. Roger Williams</b> <b>114 Ferris Hill Rd</b> <b>New Canaan, CT 06840</b>		-	<b>Series A Debenture, original amount \$100,000</b>				<b>8,145,170.00</b>
Account No.			<b>3/28/2007</b>				
<b>Edward A Bugniazet III</b> <b>25 Hilltop Pl</b> <b>Rye, NY 10580</b>		-	<b>Series A Debenture, original amount \$100,000</b>				<b>8,145,170.00</b>
Account No.			<b>6/19/2007</b>				
<b>EGATNIV, LLC</b> <b>150 West 46th St</b> <b>New York, NY 10036</b>		-	<b>Series A Debenture, original amount \$150,000</b>				<b>12,217,755.00</b>
Account No.			<b>5/31/2007</b>				
<b>Enable Growth Partners LP</b> <b>One Ferry Building</b> <b>Suite 255</b> <b>San Francisco, CA 94111</b>		-	<b>Series A Debenture, original amount \$4,250,000</b>				<b>346,169,721.00</b>
Sheet no. <u>3</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							<b>375,204,487.48</b>

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>5/31/2007</b>				
<b>Enable Opportunity Partners LP</b> <b>One Ferry Building</b> <b>Suite 255</b> <b>San Francisco, CA 94111</b>	-		<b>Series A Debenture, original amount \$600,000</b>				<b>48,871,019.00</b>
Account No.			<b>10/21/2009</b>				
<b>FEDEX FREIGHT</b> <b>PO BOX 406708</b> <b>Atlanta, GA 30384-6708</b>	-		<b>goods</b>				<b>72.80</b>
Account No.			<b>3/17/2010</b>				
<b>FIDELITY SECURITY LIFE /EYEMED</b> <b>PO BOX 632530</b> <b>Cincinnati, OH 45263-2530</b>	-		<b>service</b>				<b>252.88</b>
Account No.			<b>2/23/2007</b>				
<b>GGR II - Gregory Voetsch</b> <b>545 Washington Blvd</b> <b>Jersey City, NJ 70310</b>	-		<b>Series B Debenture, original amount \$250,000</b>				<b>20,362,925.00</b>
Account No.			<b>2/23/2007</b>				
<b>GGR II - Thomas Joyce</b> <b>545 Washington Blvd</b> <b>Jersey City, NJ 70310</b>	-		<b>Series B Debenture, original amount \$250,000</b>				<b>20,362,925.00</b>
Sheet no. <u>4</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>89,597,194.68</b>
Subtotal (Total of this page)							

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>12/31/2009</b> <b>service</b>				<b>182,862.54</b>
<b>HANSON, BARNETT &amp; MAXWELL</b> <b>5 TRIAD CENTER, SUITE 750</b> <b>Salt Lake City, UT 84180-1128</b>	-						
Account No.			<b>7/9/2007</b> <b>Series B Debenture, original amount \$250,000</b>				<b>20,362,925.00</b>
<b>Jamees McCormick C/O FMCG</b> <b>90 Park Ave 18th Floor</b> <b>New York, NY 10016</b>	-						
Account No.			<b>3/29/2007</b> <b>Series A Debenture, original amount \$50,000</b>				<b>4,072,585.00</b>
<b>Jason Baer</b> <b>35 Golf View Dr</b> <b>Easton, CT 06612</b>	-						
Account No.			<b>3/29/2007</b> <b>Series A Debenture, original amount \$50,000</b>				<b>4,072,585.00</b>
<b>Jeffrey Kahn</b> <b>43 Antler Lane</b> <b>Wilton, CT 06897</b>	-						
Account No.			<b>2/23/2007</b> <b>Series B Debenture, original amount</b> <b>\$1,000,000</b>				<b>81,451,699.00</b>
<b>Knight Capital Group</b> <b>545 Washington Blvd</b> <b>Jersey City, NJ 70310</b>	-						
Sheet no. <u>5</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>110,142,656.54</b>
Subtotal (Total of this page)							

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.		demand note						500,000.00
<b>Knight Capital Group</b> <b>545 Washington Blvd</b> <b>Jersey City, NJ 07310</b>	-			<b>1/30/2008</b> <b>goods</b>				12,316.97
Account No.		6/26/2010 service						56.00
<b>KNIGHT CAPITAL MARKETS LLC</b> <b>ATTN: ACCTS RECEIVABLE</b> <b>545 WASHINGTON BLVD; 3RD FLOOR</b> <b>Jersey City, NJ 07310</b>	-			<b>2007-2009</b> <b>Wages not earned in last 180 days</b>				24,823.10
Account No.		7/1/2010 service						1,206.50
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-			<b>LINCOLN NATIONAL LIFE INSU</b> <b>PO BOX 0821</b> <b>Carol Stream, IL 60132-0821</b>				538,402.57
Account No.								
<b>Les Mangum</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							
<b>Laboratory Corporation of Amer</b> <b>PO BOX 12140</b> <b>Burlington, NC 27216-2140</b>	-							

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>3/29/2007</b>				
<b>M Scott Moss</b> <b>4 New Canaan Ave</b> <b>Norwalk, CT 06851</b>		-	<b>Series A Debenture, original amount \$50,000</b>				<b>4,072,585.00</b>
Account No.			<b>2007-2008</b>				
<b>Marcelene Cook</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>		-	<b>Wages not earned in last 180 days</b>				<b>1,688.46</b>
Account No.			<b>3/29/2007</b>				
<b>Mark Reinders</b> <b>86 Codfish Hill Rd</b> <b>Bethel, CT 06801</b>		-	<b>Series A Debenture, original amount \$100,000</b>				<b>8,145,170.00</b>
Account No.			<b>1/30/2009</b>				
<b>NET@WORK</b> <b>1616 E MILLBROOK RD</b> <b>SUITE 380</b> <b>Raleigh, NC 27609</b>		-					<b>312.50</b>
Account No.			<b>3/26/2007</b>				
<b>Paul M Foley</b> <b>68 West Road</b> <b>New Canaan, CT 06840</b>		-	<b>Series A Debenture, original amount \$50,000</b>				<b>4,072,585.00</b>
Sheet no. <u>7</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							<b>16,292,340.96</b>

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>5/31/2007</b>				
<b>Pierce Diversified Strategy/Master Fund One Ferry Building Suite 255 San Francisco, CA 94111</b>	-		<b>Series A Debenture, original amount \$150,000</b>				<b>12,217,755.00</b>
Account No.			<b>6/30/2010</b>				
<b>PREMIUM ASSIGNMENT CORPORATION PO Box 3100 Tallahassee, FL 32315-3100</b>	-		<b>service</b>				<b>191.44</b>
Account No.			<b>9/30/2010</b>				
<b>QUARTER CIRCLE 2C, LLC 7237 Pace Drive P O Box 189 Whitsett, NC 27377</b>	-		<b>goods</b>				<b>238,185.80</b>
Account No.			<b>6/1/2008</b>				
<b>QUOTE MEDIA 17100 E SHEA BLVD SUITE 230 Fountain Hills, AZ 85268</b>	-		<b>goods</b>				<b>550.00</b>
Account No.			<b>6/12/2007</b>				
<b>Rahn &amp; Bodmer TALSTRASSE 15 POSTFACH CH 8022 ZURICH, SWITZERLAND</b>	-		<b>Series B Debenture, original amount \$500,000</b>				<b>40,725,849.00</b>
Sheet no. <u>8</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							<b>53,182,531.24</b>

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>3/29/2007</b>				
<b>Rogers H / Nancy W Harper</b> <b>20 Country Club Rd</b> <b>New Canaan, CT 06840</b>	-	<b>Series A Debenture, original amount \$100,000</b>				<b>8,145,170.00</b>
Account No.		<b>3/19/2009</b>				
<b>SAGE SOFTWARE, INC.</b> <b>ATTN: CUSTOMER CARE DEPT</b> <b>PO BOX 849887</b> <b>Dallas, TX 75284-9887</b>	-	<b>goods</b>				<b>3,849.63</b>
Account No.		<b>2007-2008</b>				
<b>Sam Holmes</b> <b>7237 Pace Dr.</b> <b>P. O. Box 189</b> <b>Whitsett, NC 27377</b>	-	<b>Wages not earned in last 180 days</b>				<b>3,593.12</b>
Account No.		<b>4/12/2010</b>				
<b>SCOTT INSURANCE</b> <b>628 Green Valley Road</b> <b>Suite 306</b> <b>Greensboro, NC 27408</b>	-	<b>service</b>				<b>1,250.00</b>
Account No.		<b>3/28/2007</b>				
<b>Scott Lyman</b> <b>156 Colonial Rd</b> <b>New Canaan, CT 06840</b>	-	<b>Series A Debenture, original amount \$150,000</b>				<b>12,217,755.00</b>
Sheet no. <u>9</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						<b>20,371,617.75</b>

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>5/18/2010</b> <b>service</b>				<b>332.50</b>
<b>SOUTHRIDGE SERVICES</b> <b>32 West 300 South</b> <b>#136</b> <b>Salt Lake City, UT 84101</b>	-						
Account No.			<b>6/1/2010</b> <b>service</b>				<b>156.75</b>
<b>Stanley Benefits, Inc.</b> <b>P.O. Box 29329</b> <b>Greensboro, NC 27429</b>	-						
Account No.			<b>1/10/2209</b> <b>goods</b>				<b>188,949.10</b>
<b>TELNETZ, INC</b> <b>582 Pinecreek Rd</b> <b>Troy, MT 59935</b>	-						
Account No.			<b>7/10/2010</b> <b>service</b>				<b>22,740.75</b>
<b>UNITED HEALTHCARE</b> <b>Dept. Ch-10151</b> <b>Palatine, IL 60055</b>	-						
Account No.			<b>3/27/2009</b> <b>goods</b>				<b>300.00</b>
<b>VIAVID BROADCASTING CORP</b> <b>PO BOX 92055</b> <b>WEST VANCOUVER POSTAL OUTLET</b> <b>WEST VANCOUVER, BC Canada V7V</b> <b>4X4</b>	-						
Sheet no. <u>10</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>212,479.10</b>
Subtotal (Total of this page)							

In re nCoat, Inc.,  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>WAYLON PRINCE</b> <b>McCann Erickson Adv</b> <b>32 Exchange Place</b> <b>suite 200</b> <b>Salt Lake City, UT 84111</b>		1/1/2008 service	-					140.00
Account No.  <b>William P Whalen</b> <b>69 Oriole Way</b> <b>Westbury, NY 11590</b>		3/28/2007 Series A Debenture, original amount \$100,000	-					8,145,170.00
Account No.  <b>WORKMAN NYDEGGER</b> <b>1000 Eagle Gate Tower</b> <b>60 East South Temple</b> <b>Salt Lake City, UT 84111</b>		4/19/2010 service	-					127,304.62
Account No.  								
Account No.  								
Sheet no. <u>11</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page)  <b>8,272,614.62</b>
Total (Report on Summary of Schedules)								<b>912,514,278.71</b>

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Michael Novakovic 113 North Spring Mill Road Villanova, PA 19085</b>	<b>settlement agreement with M. Novajovic and Novak-Ban, LLC</b>
<b>NC A &amp; T 1601 E. Market Street Fort Disciplinary Research Center Greensboro, NC 27411</b>	<b>Memo of understanding, collaboration agreement</b>
<b>Toshiba Financials/GE Capital P O Box 740441 Atlanta, GA 30374-0441</b>	<b>Copier, lease expires 3/10/2013</b>
<b>Zanett Opportunity Fund, Ltd 635 Madison Avenue, Ste 1500 New York, NY 10022</b>	<b>Equipment Sale Leaseback; dated 8/26/2009</b>

In re **nCoat, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>High Performance Coatings, Inc.</b> 7237 Pace Drive Whitsett, NC 27377	<b>Fort Ashford Funds, LLC</b> 2532 Dupont Drive Irvine, CA 92612
<b>MCC, Inc.</b> 7237 Pace Drive Whitsett, NC 27377	<b>Fort Ashford Funds, LLC</b> 2532 Dupont Drive Irvine, CA 92612
<b>nTech, Inc.</b> 7237 Pace Drive Whitsett, NC 27377	<b>Fort Ashford Funds, LLC</b> 2532 Dupont Drive Irvine, CA 92612

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 25 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date August 16, 2010

Signature /s/ Paul Clayson  
Paul Clayson  
CEO

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u>75,000.00</u>
Prior to the filing of this statement I have received .....	\$	<u>0.00</u>
Balance Due .....	\$	<u>75,000.00</u>

2. The source of the compensation paid to me was:

☒ Debtor      ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor      ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Fees as pursuant to Local Rule 2016-1, a copy of which has been provided to the debtor.

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: August 16, 2010

/s/ John A. Northen, NCSB

John A. Northen, NCSB 6789  
Northen Blue, L.L.P.  
1414 Raleigh Road, Suite 435  
P.O. Box 2208  
Chapel Hill, NC 27515-2208  
(919) 968-4441

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.,  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ALLEN BRADLEY 7433 NW 6TH TERRACE OKLAHOMA CITY, OK 73127	Common	20,000	
ANTHONY MCCULLOUGH 7009 N W 16TH #276 BETHANY, OK 73008	Common	25,000	
AVENDALE EQUITY LLC HENVILLE BUILDING CHARLESTON, NEVIS	Common	126,874	
BARB TAYLOR 6170 DOUGLAS AVE KALAMAZOO, MI 49009	Common	25,000	
BART MACKAY 108 ELMCREST LANE ELON, NC 27244	Common	125,000	
BERT WONNACOTT 1503 E GREENFIELD AVE SALT LAKE CITY, UT 84121	Common	350,000	
BRAD DEKKER 1931 NW 27TH ST OKLAHOMA CITY, OK 73106	Common	100,000	
BRIAN NEIL 2501 N NORMAN AVE OKLAHOMA CITY, OK 73127	Common	65,000	
BROCK HOLMES 11483 BRAMBLEBERRY LN DRAPER, UT 84020	Common	450,000	
BROWN BROTHERS HARRIMAN & CO 140 BROADWAY NEW YORK, NY 10005	Common	7,650,000	
CANACCORD CAPITAL CORP P O BOX 10337 PACIFIC CTR 2200 - 609 GRANVILLE ST VANCOUVER BC, CANADA V7Y 1H2	Common	268,000	

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>CAPITAL VENTURE INTERNATIONAL 101 CALIFORNIA ST STE 3250 SAN FRANCISCO, CA 94111</b>	<b>Common</b>	<b>190,310</b>	
<b>CAROLINE HANSON 3805 SUNNYCREST DRIVE NORTH VANCOUVER BC, CANADA V7R 3C5</b>	<b>Common</b>	<b>50,000</b>	
<b>CEDE &amp; CO P O BOX 20 BOWLING GREEN STATION New York, NY 10004</b>	<b>Common</b>	<b>51,470,424</b>	
<b>CHRISTOPHER ASHER 2621 S W 74TH OKLAHOMA CITY, OK 73159</b>	<b>Common</b>	<b>20,000</b>	
<b>CINDY POWELL 809 HILLCREST DR GIBSONVILLE, NC 27249</b>	<b>Common</b>	<b>7,500</b>	
<b>CITIGROUP GLOBAL MARKETS INC 333 W 34TH ST 3RD FL NEW YORK, NY 10001</b>	<b>Common</b>	<b>4,472,266</b>	
<b>CLARK PAPKE 11186 HAWKWOOD DR SANDY, UT 84094</b>	<b>Common</b>	<b>25,000</b>	
<b>CRUZ RAMIREZ 8729 S OLIE AVE OKLAHOMA CITY, OK 73139</b>	<b>Common</b>	<b>125,000</b>	
<b>DARIN TEW 1266 S 330 W PAYSON, UT 84651</b>	<b>Common</b>	<b>75,000</b>	
<b>DAVE BURTON 3721 JULIAN ST CLIMAX, NC 27233</b>	<b>Common</b>	<b>350,000</b>	
<b>DAVID GIBBONS 4607 MARLIN COURT HERRIMAN, UT 84096</b>	<b>Common</b>	<b>50,000</b>	
<b>DAVID HATCH 4507 E TREMAINE AVE HIGLEY, AZ 85236</b>	<b>Common</b>	<b>50,000</b>	

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>DEBRA CHRISTENSEN</b> 1167 E RANCHERO DR DRAPER, UT 84020	<b>Common</b>	<b>10,000</b>	
<b>DERRICK KING</b> 5542 NW 23RD OKC OKLAHOMA CITY, OK 73127	<b>Common</b>	<b>7,500</b>	
<b>E ROGER WILLIAMS</b> 114 FERRIS HILL RD NEW CANAAN, CT 06840	<b>Common</b>	<b>12,687</b>	
<b>E*TRADE CLEARING LLC</b> ATTN KEVIN PRINCE 55 WATER ST 32ND FL New York, NY 10041	<b>Common</b>	<b>16,287</b>	
<b>EDWARD A BUGNIAZET III</b> 25 HILLTOP PL RYE, NY 10580	<b>Common</b>	<b>12,687</b>	
<b>ENABLE GROWTH PARTNERS LP</b> ONE FERRY BUILDING STE 255 SAN FRANCISCO, CA 94111	<b>Common</b>	<b>539,211</b>	
<b>ENABLE OPPORTUNITY PARTNERS LP</b> ONE FERRY BUILDING STE 255 SAN FRANCISCO, CA 94111	<b>Common</b>	<b>76,124</b>	
<b>FIRST CLEARING LLC</b> P O BOX 6570 GLEN ALLEN, VA 23058	<b>Common</b>	<b>19</b>	
<b>GARRETT BEST</b> 2387 W MONT CALM DR RIVERTON, UT 84065	<b>Common</b>	<b>5,000</b>	
<b>GARRETT BRYAN</b> 6029 JACKLING WY WEST JORDAN, UT 84084	<b>Common</b>	<b>37,500</b>	
<b>GGR 1 LLC</b> C/O MERRILL LYNCH, ATTN TIM ORR 4 CHERRY ST NEW CANAAN, CT 06840	<b>Common</b>	<b>1,035,215</b>	
<b>GGR II</b> ATTN: TOM JOYCE 545 WASHINGTON BLVD JERSEY CITY, NJ 07310	<b>Common</b>	<b>63,437</b>	

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>GOLDEN CAPITAL SECURITIES LTD 168-1177 W HASTINGS ST VANCOUVER BC, CANADA V6E 2K3</b>	<b>Common</b>	<b>83,500</b>	
<b>GREGORY CHAN 711 W 1950 S SYRACUSE, UT 84075</b>	<b>Common</b>	<b>50,000</b>	
<b>JAMES C DODD 6850 DERBY RUN DR WHITSETT, NC 27377</b>	<b>Common</b>	<b>200,000</b>	
<b>JAMES MCCORMICK C/O FMCG 90 PARK AVE 18TH FL NEW YORK, NY 10016</b>	<b>Common</b>	<b>31,718</b>	
<b>JAMES YATES 1234 GLORY VINE ROAD WHITSETT, NC 27377</b>	<b>Common</b>	<b>45,000</b>	
<b>JASON BAER 35 GOLF VIEW DR EASTON, CT 06612-2156</b>	<b>Common</b>	<b>6,344</b>	
<b>JEFF JONES 1804 MOUNTAIN VIEW RD SALT LAKE CITY, UT 84106</b>	<b>Common</b>	<b>200,000</b>	
<b>JEFFREY S KAHN 43 ANTLER LANE WILTON, CT 06897</b>	<b>Common</b>	<b>6,344</b>	
<b>JEFFREY STEPHENS 1064 FALLBROOK WAY SANDY, UT 84094</b>	<b>Common</b>	<b>15,000</b>	
<b>JEREMY SHIELDS 7414 S 4950 W WEST JORDAN, UT 84084</b>	<b>Common</b>	<b>95,000</b>	
<b>JOE ESPIL 1080 W 3300 S SALT LAKE CITY, UT 84119</b>	<b>Common</b>	<b>50,000</b>	
<b>JOHN PASSEY 959 WYCKSHIRE COURT WHITSETT, NC 27377</b>	<b>Common</b>	<b>150,000</b>	

In re nCoat, Inc.,  
Debtor

Case No. \_\_\_\_\_

**LIST OF EQUITY SECURITY HOLDERS**  
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>KEN CROCHERON</b> <b>247 E PEBBLEBROOK WAY</b> <b>DRAPER, UT 84020</b>	<b>Common</b>	<b>150,000</b>	
<b>KENT WHITESEL</b> <b>604 KINVARRA PL</b> <b>PURCELLVILLE, VA 20132</b>	<b>Common</b>	<b>50,000</b>	
<b>KEVIN SASSER</b> <b>P O BOX 10</b> <b>WHITSETT, NC 27377</b>	<b>Common</b>	<b>150,000</b>	
<b>KMB LLC</b> <b>100 MANHATTANVILLE ROAD</b> <b>PURCHASE NY, NY 10577-2134</b>	<b>Common</b>	<b>440,200</b>	
<b>KNIGHT CAPITAL GROUP</b> <b>ATTN: TOM JOYCE</b> <b>545 WASHINGTON BLVD</b> <b>JERSEY CITY, NJ 07310</b>	<b>Common</b>	<b>126,873</b>	
<b>KNIGHT/TRIMARK INC</b> <b>100 MANHATTANVILLE ROAD</b> <b>PURCHASE NY, NY 10577-2134</b>	<b>Common</b>	<b>440,200</b>	
<b>LANCE KRESS</b> <b>1853 DUNBAR PLACE</b> <b>BURLINGTON, NC 27215</b>	<b>Common</b>	<b>255,000</b>	
<b>LES MANGUM</b> <b>814 ELON OSSIPEE ROAD</b> <b>ELON, NC 27244</b>	<b>Common</b>	<b>450,000</b>	
<b>LISA LEONARD</b> <b>1730 POLK WRIGHT LANE</b> <b>KNOXVILLE, TN 37919</b>	<b>Common</b>	<b>25,000</b>	
<b>M RUSSELL BALLARD</b> <b>2726 E WASATCH DR #20</b> <b>SALT LAKE CITY, UT 84108</b>	<b>Common</b>	<b>200,000</b>	
<b>MAC &amp; CO</b> <b>ATTN CASH DIVIDEND UNIT</b> <b>P O BOX 3196</b> <b>PITTSBURGH, PA 15230</b>	<b>Common</b>	<b>2,500,000</b>	
<b>MARCELENE COOK</b> <b>3122 MIDLAND COURT</b> <b>BURLINGTON, C 27215</b>	<b>Common</b>	<b>65,000</b>	

In re nCoat, Inc.  
Debtor

Case No. \_\_\_\_\_

**LIST OF EQUITY SECURITY HOLDERS**  
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>MARCI BROWN</b> 5201 S SARA ROAD MUSTANG, OK 73064	<b>Common</b>	<b>50,000</b>	
<b>MARCINE HOLMES</b> 13777 S SOUTHFORK DDR DRAPER, UT 84020	<b>Common</b>	<b>525,000</b>	
<b>MARK H WILLES</b> 4343 SHEFFIELD DR PROVO, UT 84604	<b>Common</b>	<b>16,058,600</b>	
<b>MARK REINDERS</b> 86 CODFISH HILL RD BETHEL, CT 06801	<b>Common</b>	<b>12,687</b>	
<b>MARSHALL TULLOS</b> 912 DAVID RD MOORE, OK 73160	<b>Common</b>	<b>125,000</b>	
<b>MARTIN SCOTT MOSS</b> 4 NEW CANAAN AVE NORWALK, CT 06851	<b>Common</b>	<b>6,344</b>	
<b>MATTHEW HARRIS</b> 7351 S CATALPA RD 104A MIDVALE, UT 84047	<b>Common</b>	<b>45,000</b>	
<b>MATTHEW HIGLEY</b> 5811 W LODESTONE AVE KEARNS, UT 84118	<b>Common</b>	<b>45,000</b>	
<b>MERRILL LYNCH PIERCE FENNER &amp; SMITH INC</b> 101 HUDSON ST Jersey City, NJ 07302	<b>Common</b>	<b>6,400</b>	
<b>MICHAEL NOVAKOVIC</b> 113 NORTH SPRING MILL ROAD VILLANOVA, PA 19085	<b>Common</b>	<b>250,000</b>	
<b>MICHAEL NOVAKOVIC &amp; PHEBES NOVAKOVIC JT TEN</b> 55 E FRONT ST Bridgepoint, PA 19405	<b>Common</b>	<b>1,333,333</b>	
<b>MORGAN STANLEY DW INC</b> HARBORSIDE FINANCIAL CTR 230 PLAZA 3 4TH FL Jersey City, NJ 07311	<b>Common</b>	<b>20,000</b>	

In re nCoat, Inc.  
Debtor

Case No. \_\_\_\_\_

**LIST OF EQUITY SECURITY HOLDERS**  
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>NATHAN COCHRAN</b> 5279 S MORNING SKY TAYLORSVILLE, UT 84123	<b>Common</b>	<b>30,000</b>	
<b>NBCN INC</b> 1010 DE LA GAUCHETIERE WEST SUITE 1410 DEPT J-03 Montreal QC, CANADA H3B5J2	<b>Common</b>	<b>1,000</b>	
<b>NELSON PICKETT</b> 633 W VANDAMENT #186 YUKON, OK 73099	<b>Common</b>	<b>17,500</b>	
<b>OPTIONSXPRESS INC</b> 311 W MONROE ST STE 1000 CHICAGO, IL 60606	<b>Common</b>	<b>250,000</b>	
<b>PANAMERICA CAPITAL GROUP INC</b> TORRES DE LAS AMERICAS TOWER B 18TH FLR PUNTA PACIFICA, Republic of Panama	<b>Common</b>	<b>356,000</b>	
<b>PAUL FOLEY</b> 68 WEST RD NEW CANAAN, CT 06840	<b>Common</b>	<b>6,344</b>	
<b>PAUL S CLAYSON</b> 211 BRIGHTON DRIVE ELON, NC 27244	<b>Common</b>	<b>13,451,880</b>	
<b>PAUL THORNLEY</b> 3314 WESTBROOK DR WEST JORDAN, UT 84084	<b>Common</b>	<b>67,500</b>	
<b>PENSON FINANCIAL SERVICES INC</b> 1700 PACIFIC AVE #1400 DALLAS, TX 75201	<b>Common</b>	<b>3,310,504</b>	
<b>PIERCE DIVERSIFIED STRATEGY MASTER FUND LLC ENA</b> ONE FERRY BUILDING STE 255 SAN FRANCISCO, CA 94111	<b>Common</b>	<b>19,031</b>	
<b>RAHN &amp; BODMER</b> TALSTRASSE 15 POSTFACH CH 8022 ZURICH, SWITZERLAND	<b>Common</b>	<b>63,437</b>	
<b>RAMON BARRERA</b> 1501 W FOX PARK DR - APT 15B WEST JORDAN, UT 84088-8272	<b>Common</b>	<b>45,000</b>	

In re nCoat, Inc.

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
RAYMOND JAMES LTD 400 - 925 W GEORGIA ST VANCOUVER BC, CANADA V6C 3L2	Common	1,900	
RBC DAIN RAUSCHER INC 510 MARQUETTE AVE S P O BOX 1510 Minneapolis, MN 55402	Common	15,000	
RICH MAILE 750 W LAZY OAK WAY SANDY, UT 84070	Common	255,000	
ROBERT HAIGHT JR 1872 YALE AVE SALT LAKE CITY, UT 84108	Common	65,000	
ROBERT HAIGHT SR 2206 SNOW BASIN SANDY, UT 84093	Common	200,000	
RODGERS H HARPER & NANCY W HARPER JT TEN 20 COUNTRY CLUB RD NEW CANAAN, CT 06840	Common	12,687	
SAM HOLMES 112 EVA DRIVE GIBSONVILLE, NC 27249	Common	450,000	
SCOTT LYMAN 156 COLONIAL RD NEW CANAAN, CT 06840	Common	19,031	
SHAUN MCKAY 4431 S 2300 W ROY, UT 84067	Common	15,000	
STEPHEN DRAKE 2008 S MEBANE ST APT #745G BURLINGTON, NC 27215	Common	20,000	
STERNE AGEE & LEACH INC 813 SHADES CREEK PKWY STE 100B BIRMINGHAM, AL 35209	Common	5,500	
STEVE DEKKER 2100 NW 37TH OKLAHOMA CITY, OK 73112	Common	30,000	

In re nCoat, Inc.  
Debtor

Case No. \_\_\_\_\_

**LIST OF EQUITY SECURITY HOLDERS**  
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>STEVE STUDDERT</b> 422 RANCH DR ALPINE, UT 84004	<b>Common</b>	<b>637,640</b>	
<b>STEVE WILLIAMS</b> 459 W 700 S OREM, UT 84058	<b>Common</b>	<b>450,000</b>	
<b>STEVEN RIPKA</b> 1343 SE 39TH OKLAHOMA CITY, OK 73129	<b>Common</b>	<b>60,000</b>	
<b>TERRY R HOLMES</b> 13777 S SOUTHFORK DR DRAPER, UT 84020	<b>Common</b>	<b>13,451,880</b>	
<b>THOM BUCKLEY</b> 7070 MONTE VERDE EL SOBRANTE, CA 94803	<b>Common</b>	<b>97,500</b>	
<b>VENTURE CAPITAL FIRST LLC</b> HENVILLE BUILDING CHARLESTOWN, NEVIS	<b>Common</b>	<b>825,000</b>	
<b>WALLACE LUNSFORD</b> 8705 NW 87TH TERR OKLAHOMA CITY, OK 73132	<b>Common</b>	<b>30,000</b>	
<b>WILLIAM P WHALEN</b> 69 ORIOLE WAY WESTBURY, NY 11590	<b>Common</b>	<b>12,687</b>	

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date August 16, 2010

Signature /s/ Paul Clayson  
**Paul Clayson**  
**CEO**

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C §§ 152 and 3571.*

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**VERIFICATION OF CREDITOR MATRIX**

I, the CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: August 16, 2010

/s/ Paul Clayson  
Paul Clayson/CEO  
Signer/Title

Credit Bureau  
PO Box 26140  
Greensboro, NC 27402

Internal Revenue Service  
Special Procedures  
320 Federal Place, Room 312  
Greensboro, NC 27401

N.C. Dept. of Revenue  
P.O. Box 1168  
Raleigh, NC 27603-1168

Accountemps  
12400 Collections Center Drive  
Chicago, IL 60693

ALLTEL  
PO BOX 96019  
Charlotte, NC 28296-0019

AUDIENCE MARKETING, INC.  
P. O. Box 679  
Vancouver, BC Canada V6C 1A1,

BAKerview INVESTOR RELATIONS,  
976 PEACE PORTAL DR  
Blaine, WA 98230

Bart Mackay  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

Bourland, Heflin, Alvarez, Minor  
& Matthews, PLC  
5400 Poplar Ave, Suite 100  
Memphis, TN 38119-3660

Bridge Point Master Fund, Ltd.  
1120 Sanctuary Parkway  
Suite 325  
Alpharetta, GA 30009

BULLIVANT HOUSER BAILEY  
300 PIONEER TOWER  
888 SW FIFTH AVENUE  
Portland, OR 97204-2089

Capital Venture International  
101 California St  
Suite 3250  
San Francisco, CA 94111

CATALYST FINANCIAL RESOURCES L  
3220 SW FIRST AVENUE  
SUITE 201  
Portland, OR 97239

Citizens Security Life Ins. Co  
PO Box 436149  
Louisville, KY 40253

Continental Stock Transfer & T  
17 Battery Place  
New York, NY 10004

CT Corporation  
1209 Orange St  
Wilmington, DE 19801

DEPOSITORY TRUST COMPANY  
55 Water Street  
22nd Floor  
New York City, NY 10041-0099

DURHAM JONES & PINEGAR  
111 EAST BROADWAY  
SUITE 900  
Salt Lake City, UT 84110

E. Roger Williams  
114 Ferris Hill Rd  
New Canaan, CT 06840

Edward A Bugniazet III  
25 Hilltop Pl  
Rye, NY 10580

EGATNIV, LLC  
150 West 46th St  
New York, NY 10036

Employment Security Commission  
700 Wade Avenue  
P.O. Box 26504  
Raleigh, NC 27611

Enable Growth Partners LP  
One Ferry Building  
Suite 255  
San Francisco, CA 94111

Enable Opportunity Partners LP  
One Ferry Building  
Suite 255  
San Francisco, CA 94111

FEDEX FREIGHT  
PO BOX 406708  
Atlanta, GA 30384-6708

FIDELITY SECURITY LIFE /EYEMED  
PO BOX 632530  
Cincinnati, OH 45263-2530

Fort Ashford Funds, LLC  
2532 Dupont Drive  
Irvine, CA 92612

GGR II - Gregory Voetsch  
545 Washington Blvd  
Jersey City, NJ 70310

GGR II - Thomas Joyce  
545 Washington Blvd  
Jersey City, NJ 70310

HANSON, BARNETT & MAXWELL  
5 TRIAD CENTER, SUITE 750  
Salt Lake City, UT 84180-1128

High Performance Coatings, Inc.  
7237 Pace Drive  
Whitsett, NC 27377

Internal Revenue Service  
Centralized Insolvency Operations  
P.O. Box 21126  
Philadelphia, PA 19114

Jamees McCormick C/O FMCG  
90 Park Ave 18th Floor  
New York, NY 10016

Jason Baer  
35 Golf View Dr  
Easton, CT 06612

Jeffrey Kahn  
43 Antler Lane  
Wilton, CT 06897

Knight Capital Group  
545 Washington Blvd  
Jersey City, NJ 70310

Knight Capital Group  
545 Washington Blvd  
Jersey City, NJ 07310

KNIGHT CAPITAL MARKETS LLC  
ATTN: ACCTS RECEIVABLE  
545 WASHINGTON BLVD; 3RD FLOOR  
Jersey City, NJ 07310

Laboratory Corporation of Amer  
PO BOX 12140  
Burlington, NC 27216-2140

Les Mangum  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

LINCOLN NATIONAL LIFE INSU  
PO BOX 0821  
Carol Stream, IL 60132-0821

M Scott Moss  
4 New Canaan Ave  
Norwalk, CT 06851

Marcelene Cook  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

Mark Reinders  
86 Codfish Hill Rd  
Bethel, CT 06801

MCC, Inc.  
7237 Pace Drive  
Whitsett, NC 27377

Michael Novakovic  
113 North Spring Mill Road  
Villanova, PA 19085

NC A & T  
1601 E. Market Street  
Fort Disciplinary Research Center  
Greensboro, NC 27411

NC DEPT OF REVENUE  
P. O. Box 25000  
Raleigh, NC 27640-0700

NET@WORK  
1616 E MILLBROOK RD  
SUITE 380  
Raleigh, NC 27609

nTech, Inc.  
7237 Pace Drive  
Whitsett, NC 27377

Paul Clayson  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

Paul M Foley  
68 West Road  
New Canaan, CT 06840

Pierce Diversified Strategy/Master Fund  
One Ferry Building  
Suite 255  
San Francisco, CA 94111

PREMIUM ASSIGNMENT CORPORATION  
PO Box 3100  
Tallahassee, FL 32315-3100

QUARTER CIRCLE 2C, LLC  
7237 Pace Drive  
P O Box 189  
Whitsett, NC 27377

QUOTE MEDIA  
17100 E SHEA BLVD  
SUITE 230  
Fountain Hills, AZ 85268

Rahn & Bodmer  
TALSTRASSE 15 POSTFACH  
CH 8022 ZURICH, SWITZERLAND

Rogers H / Nancy W Harper  
20 Country Club Rd  
New Canaan, CT 06840

SAGE SOFTWARE, INC.  
ATTN: CUSTOMER CARE DEPT  
PO BOX 849887  
Dallas, TX 75284-9887

Sam Holmes  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

SCOTT INSURANCE  
628 Green Valley Road  
Suite 306  
Greensboro, NC 27408

Scott Lyman  
156 Colonial Rd  
New Canaan, CT 06840

SOUTHRIDGE SERVICES  
32 West 300 South  
#136  
Salt Lake City, UT 84101

Stanley Benefits, Inc.  
P.O. Box 29329  
Greensboro, NC 27429

TELNETZ, INC  
582 Pinecreek Rd  
Troy, MT 59935

Terry Holmes  
7237 Pace Dr.  
P. O. Box 189  
Whitsett, NC 27377

Toshiba Financials/GE Capital  
P O Box 740441  
Atlanta, GA 30374-0441

U S. Securities Exchange Commission  
Rm 10700  
100 F Street NE  
Washington, DC 20549

UNITED HEALTHCARE  
Dept. Ch-10151  
Palatine, IL 60055

UTAH STATE TAX COMMISSION  
210 N 1950 W  
Salt Lake City, UT 84134-0190

VIAVID BROADCASTING CORP  
PO BOX 92055  
WEST VANCOUVER POSTAL OUTLET  
WEST VANCOUVER, BC Canada V7V 4X4

WAYLON PRINCE  
McCann Erickson Adv  
32 Exchange Place  
suite 200  
Salt Lake City, UT 84111

William P Whalen  
69 Oriole Way  
Westbury, NY 11590

WORKMAN NYDEGGER  
1000 Eagle Gate Tower  
60 East South Temple  
Salt Lake City, UT 84111

Zanett Opportunity Fund, Ltd  
635 Madison Avenue, Ste 1500  
New York, NY 10022

ALLEN BRADLEY  
7433 NW 6TH TERRACE  
OKLAHOMA CITY, OK 73127

ANTHONY MCCULLOUGH  
7009 N W 16TH #276  
BETHANY, OK 73008

AVENDALE EQUITY LLC  
HENVILLE BUILDING  
CHARLESTON, NEVIS

BARB TAYLOR  
6170 DOUGLAS AVE  
KALAMAZOO, MI 49009

BART MACKAY  
108 ELMCREST LANE  
ELON, NC 27244

BERT WONNACOTT  
1503 E GREENFIELD AVE  
SALT LAKE CITY, UT 84121

BRAD DEKKER  
1931 NW 27TH ST  
OKLAHOMA CITY, OK 73106

BRIAN NEIL  
2501 N NORMAN AVE  
OKLAHOMA CITY, OK 73127

BROCK HOLMES  
11483 BRAMBLEBERRY LN  
DRAPER, UT 84020

BROWN BROTHERS HARRIMAN & CO  
140 BROADWAY  
NEW YORK, NY 10005

CANACCORD CAPITAL CORP  
P O BOX 10337 PACIFIC CTR  
2200 - 609 GRANVILLE ST  
VANCOUVER BC, CANADA V7Y 1H2

CAPITAL VENTURE INTERNATIONAL  
101 CALIFORNIA ST STE 3250  
SAN FRANCISCO, CA 94111

CAROLINE HANSON  
3805 SUNNYCREST DRIVE  
NORTH VANCOUVER BC, CANADA V7R 3C5

CEDE & CO  
P O BOX 20  
BOWLING GREEN STATION  
New York, NY 10004

CHRISTOPHER ASHER  
2621 S W 74TH  
OKLAHOMA CITY, OK 73159

CINDY POWELL  
809 HILLCREST DR  
GIBSONVILLE, NC 27249

CITIGROUP GLOBAL MARKETS INC  
333 W 34TH ST 3RD FL  
NEW YORK, NY 10001

CLARK PAPKE  
11186 HAWKWOOD DR  
SANDY, UT 84094

CRUZ RAMIREZ  
8729 S OLIE AVE  
OKLAHOMA CITY, OK 73139

DARIN TEW  
1266 S 330 W  
PAYSON, UT 84651

DAVE BURTON  
3721 JULIAN ST  
CLIMAX, NC 27233

DAVID GIBBONS  
4607 MARLIN COURT  
HERRIMAN, UT 84096

DAVID HATCH  
4507 E TREMAINE AVE  
HIGLEY, AZ 85236

DEBRA CHRISTENSEN  
1167 E RANCHERO DR  
DRAPER, UT 84020

DERRICK KING  
5542 NW 23RD OKC  
OKLAHOMA CITY, OK 73127

E ROGER WILLIAMS  
114 FERRIS HILL RD  
NEW CANAAN, CT 06840

E\*TRADE CLEARING LLC  
ATTN KEVIN PRINCE  
55 WATER ST 32ND FL  
New York, VY 10041

ENABLE GROWTH PARTNERS LP  
ONE FERRY BUILDING STE 255  
SAN FRANCISCO, CA 94111

ENABLE OPPORTUNITY PARTNERS LP  
ONE FERRY BUILDING STE 255  
SAN FRANCISCO, CA 94111

FIRST CLEARING LLC  
P O BOX 6570  
GLEN ALLEN, VA 23058

GARRETT BEST  
2387 W MONT CALM DR  
RIVERTON, UT 84065

GARRETT BRYAN  
6029 JACKLING WY  
WEST JORDAN, UT 84084

GGR 1 LLC  
C/O MERRILL LYNCH, ATTN TIM ORR  
4 CHERRY ST  
NEW CANAAN, CT 06840

GGR II  
ATTN: TOM JOYCE  
545 WASHINGTON BLVD  
JERSEY CITY, NJ 07310

GOLDEN CAPITAL SECURITIES LTD  
168-1177 W HASTINGS ST  
VANCOUVER BC, CANADA V6E 2K3

GREGORY CHAN  
711 W 1950 S  
SYRACUSE, UT 84075

JAMES C DODD  
6850 DERBY RUN DR  
WHITSETT, NC 27377

JAMES MCCORMICK  
C/O FMCG  
90 PARK AVE 18TH FL  
NEW YORK, NY 10016

JAMES YATES  
1234 GLORY VINE ROAD  
WHITSETT, NC 27377

JASON BAER  
35 GOLF VIEW DR  
EASTON, CT 06612-2156

JEFF JONES  
1804 MOUNTAIN VIEW RD  
SALT LAKE CITY, UT 84106

JEFFREY S KAHN  
43 ANTLER LANE  
WILTON, CT 06897

JEFFREY STEPHENS  
1064 FALLBROOK WAY  
SANDY, UT 84094

JEREMY SHIELDS  
7414 S 4950 W  
WEST JORDAN, UT 84084

JOE ESPIL  
1080 W 3300 S  
SALT LAKE CITY, UT 84119

JOHN PASSEY  
959 WYCKSHIRE COURT  
WHITSETT, NC 27377

KEN CROCHERON  
247 E PEBBLEBROOK WAY  
DRAPER, UT 84020

KENT WHITESEL  
604 KINVARRA PL  
PURCELLVILLE, VA 20132

KEVIN SASSER  
P O BOX 10  
WHITSETT, NC 27377

KMB LLC  
100 MANHATTANVILLE ROAD  
PURCHASE NY, NY 10577-2134

KNIGHT CAPITAL GROUP  
ATTN: TOM JOYCE  
545 WASHINGTON BLVD  
JERSEY CITY, NJ 07310

KNIGHT/TRIMARK INC  
100 MANHATTANVILLE ROAD  
PURCHASE NY, NY 10577-2134

LANCE KRESS  
1853 DUNBAR PLACE  
BURLINGTON, NC 27215

LES MANGUM  
814 ELON OSSIPPEE ROAD  
ELON, NC 27244

LISA LEONARD  
1730 POLK WRIGHT LANE  
KNOXVILLE, TN 37919

M RUSSELL BALLARD  
2726 E WASATCH DR #20  
SALT LAKE CITY, UT 84108

MAC & CO  
ATTN CASH DIVIDEND UNIT  
P O BOX 3196  
PITTSBURGH, PA 15230

MARCELENE COOK  
3122 MIDLAND COURT  
BURLINGTON, C 27215

MARCI BROWN  
5201 S SARA ROAD  
MUSTANG, OK 73064

MARCINE HOLMES  
13777 S SOUTHFORK DDR  
DRAPER, UT 84020

MARK H WILLES  
4343 SHEFFIELD DR  
PROVO, UT 84604

MARSHALL TULLOS  
912 DAVID RD  
MOORE, OK 73160

MARTIN SCOTT MOSS  
4 NEW CANAAN AVE  
NORWALK, CT 06851

MATTHEW HARRIS  
7351 S CATALPA RD 104A  
MIDVALE, UT 84047

MATTHEW HIGLEY  
5811 W LODESTONE AVE  
KEARNS, UT 84118

MERRILL LYNCH PIERCE FENNER &  
SMITH INC  
101 HUDSON ST  
Jersey City, NJ 07302

MICHAEL NOVAKOVIC &  
PHEBES NOVAKOVIC JT TEN  
55 E FRONT ST  
Bridgepoint, PA 19405

MORGAN STANLEY DW INC  
HARBORSIDE FINANCIAL CTR  
230 PLAZA 3 4TH FL  
Jersey City, NJ 07311

NATHAN COCHRAN  
5279 S MORNING SKY  
TAYLORSVILLE, UT 84123

NBCN INC  
1010 DE LA GAUCHETIERE WEST  
SUITE 1410 DEPT J-03  
Montreal QC, CANADA H3B5J2

NELSON PICKETT  
633 W VANDAMENT #186  
YUKON, OK 73099

OPTIONSXPRESS INC  
311 W MONROE ST STE 1000  
CHICAGO, IL 60606

PANAMERICA CAPITAL GROUP INC  
TORRES DE LAS AMERICAS TOWER B 18TH FLR  
PUNTA PACIFICA, Republic of Panama

PAUL FOLEY  
68 WEST RD  
NEW CANAAN, CT 06840

PAUL S CLAYSON  
211 BRIGHTON DRIVE  
ELON, NC 27244

PAUL THORNLEY  
3314 WESTBROOK DR  
WEST JORDAN, UT 84084

PENSON FINANCIAL SERVICES INC  
1700 PACIFIC AVE #1400  
DALLAS, TX 75201

PIERCE DIVERSIFIED STRATEGY MASTER  
FUND LLC ENA  
ONE FERRY BUILDING STE 255  
SAN FRANCISCO, CA 94111

RAMON BARRERA  
1501 W FOX PARK DR - APT 15B  
WEST JORDAN, UT 84088-8272

RAYMOND JAMES LTD  
400 - 925 W GEORGIA ST  
VANCOUVER BC, CANADA V6C 3L2

RBC DAIN RAUSCHER INC  
510 MARQUETTE AVE S  
P O BOX 1510  
Minneapolis, MN 55402

RICH MAILE  
750 W LAZY OAK WAY  
SANDY, UT 84070

ROBERT HAIGHT JR  
1872 YALE AVE  
SALT LAKE CITY, UT 84108

ROBERT HAIGHT SR  
2206 SNOW BASIN  
SANDY, UT 84093

RODGERS H HARPER &  
NANCY W HARPER JT TEN  
20 COUNTRY CLUB RD  
NEW CANAAN, CT 06840

SAM HOLMES  
112 EVA DRIVE  
GIBSONVILLE, NC 27249

SHAUN MCKAY  
4431 S 2300 W  
ROY, UT 84067

STEPHEN DRAKE  
2008 S MEBANE ST APT #745G  
BURLINGTON, NC 27215

STERNE AGEE & LEACH INC  
813 SHADES CREEK PKWY STE 100B  
BIRNINGHAM, AL 35209

STEVE DEKKER  
2100 NW 37TH  
OKLAHOMA CITY, OK 73112

STEVE STUDDERT  
422 RANCH DR  
ALPINE, UT 84004

STEVE WILLIAMS  
459 W 700 S  
OREM, UT 84058

STEVEN RIPKA  
1343 SE 39TH  
OKLAHOMA CITY, OK 73129

TERRY R HOLMES  
13777 S SOUTHFORK DR  
DRAPER, UT 84020

THOM BUCKLEY  
7070 MONTE VERDE  
EL SOBRANTE, CA 94803

VENTURE CAPITAL FIRST LLC  
HENVILLE BUILDING  
CHARLESTOWN, NEVIS

WALLACE LUNSFORD  
8705 NW 87TH TERR  
OKLAHOMA CITY, OK 73132

**United States Bankruptcy Court  
Middle District of North Carolina**

In re nCoat, Inc.

Debtor(s)

Case No.  
Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for nCoat, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

August 16, 2010  
Date

/s/ John A. Northen, NCSB  
John A. Northen, NCSB 6789  
Signature of Attorney or Litigant  
Counsel for nCoat, Inc.  
Northen Blue, L.L.P.  
1414 Raleigh Road, Suite 435  
P.O. Box 2208  
Chapel Hill, NC 27515-2208  
(919) 968-4441